

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

IN RE APPLICATION OF REALNETWORKS,  
INC.

Related to

UNITED STATES OF AMERICA,  
Plaintiff,  
v.

AMERICAN SOCIETY OF COMPOSERS,  
AUTHORS AND PUBLISHERS,  
Defendant.

09 Civ. 7761 (DLC)(MHD)

**NOTICE OF WITHDRAWAL  
AND SUBSTITUTION OF  
COUNSEL AND PROPOSED  
ORDER**

41 Civ. 1395 (DLC)(MHD)

PLEASE TAKE NOTICE that, with the approval of the American Society of Composers, Authors and Publishers ("ASCAP"), and subject to the approval of the Court, White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036, hereby withdraws as counsel for ASCAP in the above-captioned matter, and Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019-6064, is hereby substituted in place of White & Case LLP as counsel of record for ASCAP in this action, effective as of the date indicated below.

Attached is a declaration of substituted counsel in accordance with Local Civil Rule 1.4 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York.

*So ordered.*

*James Cote  
March 11, 2011*

Dated: New York, New York  
March 3, 2011

WHITE & CASE LLP

By: 

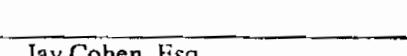
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PAUL, WEISS, RIFKIND, WHARTON &  
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By: 

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Lynn B. Bayard, Esq.  
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1285 Avenue of the Americas  
New York, New York 10019-6064  
(212) 373-3000

Dated: New York, New York  
March 3, 2011

WHITE & CASE LLP

By: \_\_\_\_\_

I. Fred Koenigsberg, Esq.  
[fkoenigsberg@whitecase.com](mailto:fkoenigsberg@whitecase.com)

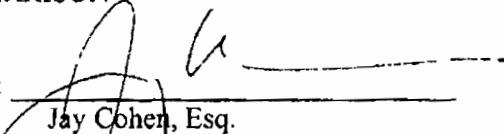
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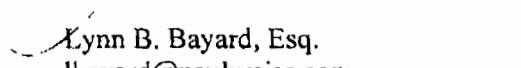
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PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON

By: \_\_\_\_\_

  
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New York, New York 10019-6064  
(212) 373-3000

SO ORDERED:

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U. S. D. J.

A handwritten signature consisting of a stylized letter 'J' with a small 'u' written above it.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

IN RE APPLICATION OF REALNETWORKS,  
INC.

09 Civ. 7761 (DLC)(MHD)

Related to

UNITED STATES OF AMERICA,  
Plaintiff,  
v.

**DECLARATION OF JAY  
COHEN**

41 Civ. 1395 (DLC)(MHD)

AMERICAN SOCIETY OF COMPOSERS,  
AUTHORS AND PUBLISHERS,  
Defendant.

I, JAY COHEN, declare as follows:

1. I am a partner in the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP ("Paul, Weiss") and member of the Bar of this Court. Pursuant to Local Civil Rule 1.4 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I submit this declaration in support of the accompanying notice and proposed order substituting Paul, Weiss for White & Case LLP as counsel for the American Society of Composers, Authors and Publishers ("ASCAP") in the above-captioned action.

2. As reflected in the accompanying Notice of Withdrawal and Substitution of Counsel and Proposed Order, ASCAP now desires to retain Paul, Weiss to represent it in this litigation.

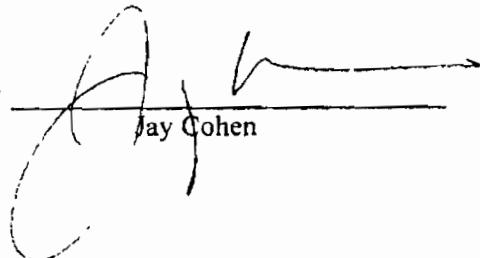
3. The Second Circuit remanded the above-captioned matter to this Court for further proceedings on December 9, 2010.

4. The proposed substitution at this early stage of litigation should not materially delay the matter or prejudice any party.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 3, 2011  
New York, New York

By:



A handwritten signature consisting of stylized initials "J.C." followed by the name "Jay Cohen" written vertically.